# Omnicom 2025 Third Quarter

October 21, 2025

## Highlights

#### Revenue

- Q3 2025 organic revenue growth of 2.6%
- United States organic growth of 4.6%
- Media & Advertising organic growth of 9.1%

### **Business update**

- Interpublic (IPG) acquisition expected to close by the end of November 2025
- Integration planning continues to accelerate
- Confident in the achievement of our \$750 million cost synergy target

#### Income

- Q3 Non-GAAP Adj. EBITA of \$651.0 million, up 4.6%, with a 16.1% margin, up 10 basis points<sup>(i)</sup>
- Operating income of \$530.1 million
- Q3 Non-GAAP adjusted diluted EPS of \$2.24, up 10.3%<sup>(i)</sup>
- Reported diluted EPS of \$1.75

### **Capital allocation**

- \$89 million in share repurchases in Q3 and \$312 million YTD
- 31.2% Return on Equity and 17.4% Return on Invested Capital for the reported 12 months ended September 30, 2025

# Revenue Change

	I hird Quarter			Year to Date			
		\$	<b>%</b> ∆		\$	<b>%</b> ∆	
Prior Period Revenue	\$	3,882.6		\$	11,366.9		
Foreign exchange rate impact <sup>(1)</sup>		52.4	1.4 %		35.6	0.3 %	
Acquisition revenue, net of disposition revenue(2)		(0.3)	— %		(0.5)	— %	
Organic growth <sup>(3)</sup>		102.4	2.6 %		341.1	3.0 %	
Current Period Revenue	\$	4,037.1	4.0 %	\$	11,743.1	3.3 %	
				'			

## Income Statement Summary - Reported and Non-GAAP Adjusted (QTD)

#### **Third Quarter**

	Reported 2025	Reported 2024	l .	lon-GAAP Adj. 2025	lon-GAAP Adj. 2024
Revenue	\$ 4,037.1	\$ 3,882.6	\$	4,037.1	\$ 3,882.6
Operating Expenses <sup>(a)</sup>	3,507.0	3,282.5		3,407.6	3,282.5
Operating Income <sup>(a)</sup>	530.1	600.1		629.5	600.1
Operating Income Margin %	13.1 %	15.5 %		15.6 %	15.5 %
Net Interest Expense	43.2	40.4		43.2	40.4
Income Tax Expense <sup>(b)</sup>	132.3	150.2		152.5	150.2
Income Tax Rate	27.2 %	26.8 %		26.0 %	26.8 %
Income from Equity Method Investments	5.8	0.4		5.8	0.4
Net Income Attributed to Noncontrolling Interests	19.1	24.0		19.1	24.0
Amortization of acquired intangible assets and internally developed strategic platform assets (after-tax)	_	_		15.9	16.4
Net Income - Omnicom Group Inc.(a)(b)	\$ 341.3	\$ 385.9	\$	436.4	\$ 402.3
Net Income per Share - Diluted <sup>(a)(b)(5)</sup>	\$ 1.75	\$ 1.95	\$	2.24	\$ 2.03
Non-GAAP Measures:					
EBITA <sup>(5)</sup>	\$ 551.6	\$ 622.3	\$	651.0	\$ 622.3
EBITA Margin %	13.7 %	16.0 %		16.1 %	16.0 %

In millions except per share amounts. See Definition (5), Notes on page 13, and Non-GAAP reconciliations on pages 19 - 22.

Operating expenses for the three months ended September 30, 2025, increased compared to the prior year period, primarily due to repositioning costs largely related to severance actions within Omnicom Advertising Group and acquisition related costs tied to the pending acquisition of with IPG included within SG&A.

Amortization of acquired intangible assets and internally developed strategic platform assets is already reflected in the "as reported" column of the income statement and included within reported EBITA. It is presented in the net income row to show its impact on Adjusted Net Income – Omnicom Group Inc. and Adjusted Net Income per Share – Diluted.



## Income Statement Summary - Reported and Non-GAAP Adjusted (QTD)

#### **Third Quarter**

	Reported 2025	Repositioning Costs	Acquisition Related Costs	Amortization	3	on-GAAP adj. 2025	Reported 2024	Repositioning Costs	Amortization	1	on-GAAP dj. 2024
Revenue	\$ 4,037.1				\$ 4	4,037.1	\$ 3,882.6			\$ 3	3,882.6
Operating Expenses:											
Repositioning costs <sup>(a)</sup>	38.6	(38.6)	_			_	_	_			_
Selling, general and administrative <sup>(a)</sup>	163.5	_	(60.8)			102.7	 99.5	_			99.5
Operating Expenses <sup>(a)</sup>	3,507.0	(38.6)	(60.8)		3	3,407.6	3,282.5			(	3,282.5
Operating Income <sup>(a)</sup>	530.1	38.6	60.8			629.5	 600.1	_			600.1
Operating Income Margin %	13.1	%				<b>15.6</b> %	15.5 %				15.5 %
Net Interest Expense	43.2					43.2	40.4				40.4
Income Tax Expense <sup>(b)</sup>	132.3	10.2	10.0			152.5	150.2				150.2
Income Tax Rate	27.2	%				26.0 %	26.8 %				26.8 %
Income from Equity Method Investments	5.8					5.8	0.4				0.4
Net Income Attributed to Noncontrolling Interests	19.1					19.1	24.0				24.0
Amortization of acquired intangible assets and internally developed strategic platform assets (after- tax)	_			15.9		15.9	_		16.4		16.4
Net Income - Omnicom Group Inc.(a)(b)	\$ 341.3	\$28.4	\$50.8	\$15.9	\$	436.4	\$ 385.9	\$—	\$16.4	\$	402.3
Net Income per Share - Diluted <sup>(a)(b)(5)</sup>	\$ 1.75				\$	2.24	\$ 1.95			\$	2.03
Non-GAAP Measures:											
EBITA <sup>(5)</sup>	\$ 551.6	\$38.6	\$60.8	<b>\$</b> —	\$	651.0	\$ 622.3	\$—	\$—	\$	622.3
EBITA Margin %	13.7	%				16.1 %	16.0 %				16.0 %

In millions except per share amounts. See Definition (5), Notes on page 13, and Non-GAAP reconciliations on pages 19 - 22.

Operating expenses for the three months ended September 30, 2025, increased compared to the prior year period, primarily due to repositioning costs largely related to severance actions within Omnicom Advertising Group and acquisition related costs tied to the pending acquisition of with IPG included within SG&A.

Amortization of acquired intangible assets and internally developed strategic platform assets is already reflected in the "as reported" column of the income statement and included within reported EBITA. It is presented in the net income row to show its impact on Adjusted Net Income — Omnicom Group Inc. and Adjusted Net Income per Share — Diluted.



# Revenue by Discipline

Third Quarter					
	R	Revenue	% of Rev	% Growth	% Organic Growth <sup>(3)</sup>
Media & Advertising	\$	2,353.8	58.3 %	10.6 %	9.1 %
Precision Marketing		462.5	11.5 %	2.6 %	0.8 %
Public Relations		377.2	9.3 %	(6.6)%	(7.5)%
Healthcare		331.2	8.2 %	(1.8)%	(1.9)%
Branding & Retail Commerce		144.8	3.6 %	(20.3)%	(16.9)%
Experiential		152.2	3.8 %	(12.7)%	(17.7)%
Execution & Support		215.4	5.3 %	4.6 %	2.0 %
Total	\$	4,037.1	100.0 %	4.0 %	2.6 %

Year	to	Date
	LU	Date

	 Revenue	% of Rev	% Growth	% Organic Growth <sup>(3)</sup>
Media & Advertising	\$ 6,693.3	57.0 %	8.2 %	8.2 %
Precision Marketing	1,369.9	11.7 %	5.1 %	3.8 %
Public Relations	1,112.8	9.4 %	(6.9)%	(7.2)%
Healthcare	969.5	8.2 %	(3.0)%	(3.3)%
Branding & Retail Commerce	452.9	3.9 %	(17.5)%	(14.6)%
Experiential	503.2	4.3 %	(1.8)%	(5.5)%
Execution & Support	641.5	5.5 %	2.9 %	1.8 %
Total	\$ 11,743.1	100.0 %	3.3 %	3.0 %

# Revenue by Region

#### **Third Quarter**

	Revenue	% of Rev	% Growth	% Organic Growth <sup>(3)</sup>
United States	\$ 2,132.9	52.8 %	4.6 %	4.6 %
Other North America	112.4	2.8 %	(1.7)%	(0.2)%
United Kingdom	454.2	11.3 %	6.9 %	3.7 %
Euro Markets & Other Europe	681.2	16.8 %	3.9 %	(3.1)%
Asia Pacific	462.6	11.5 %	(4.6)%	(3.7)%
Latin America	126.4	3.1 %	26.8 %	27.3 %
Middle East & Africa	67.4	1.7 %	6.5 %	5.9 %
Total	\$ 4,037.1	100.0 %	4.0 %	2.6 %

#### **Year to Date**

	Revenue	% of Rev	% Growth	% Organic Growth <sup>(3)</sup>
United States	\$ 6,233.4	53.1 %	3.9 %	4.0 %
Other North America	333.1	2.8 %	(3.3)%	(0.5)%
United Kingdom	1,284.1	10.9 %	2.6 %	0.2 %
Euro Markets & Other Europe	2,012.7	17.2 %	3.9 %	0.3 %
Asia Pacific	1,338.1	11.4 %	1.1 %	2.6 %
Latin America	337.4	2.9 %	11.5 %	20.1 %
Middle East & Africa	204.3	1.7 %	(2.0)%	(1.5)%
Total	\$ 11,743.1	100.0 %	3.3 %	3.0 %

# Revenue by Industry Sector

	Third	Quarter	Year t	o Date
	2025	2024	2025	2024
Pharma & Health	16%	16%	15%	16%
Food & Beverage	15%	15%	15%	15%
Auto	13%	12%	13%	11%
Consumer Products	10%	10%	9%	10%
Financial Services	8%	7%	8%	7%
Travel & Entertainment	8%	7%	8%	7%
Technology	8%	8%	8%	8%
Retail	7%	6%	7%	6%
Government	3%	4%	4%	4%
Telecommunications	3%	4%	3%	3%
Services	3%	3%	3%	3%
Oil, Gas & Utilities	2%	2%	2%	2%
Not-for-Profit	1%	1%	1%	1%
Education	1%	1%	1%	1%
Other	2%	4%	3%	6%
Total	100%	100%	100%	100%

Note: Prior year period amounts conform to the current period presentation.

# Operating Expense Detail

	Third Quarter				Year to Date				
	2025	% of Rev	2024	% of Rev		2025	% of Rev	2024	% of Rev
Revenue	\$ 4,037.1		\$ 3,882	6	\$	11,743.1	9	11,366.9	
Operating expenses:									
Salary and related costs	1,778.5	44.1 %	1,846	9 47.6 %		5,386.8	45.9 %	5,531.1	48.7 %
Third-party service costs(c)	955.6	23.7 %	784	5 20.2 %		2,670.8	22.7 %	2,293.8	20.2 %
Third-party incidental costs <sup>(d)</sup>	187.4	4.6 %	164	6 4.2 %		542.8	4.6 %	463.8	4.1 %
Total salary and service costs	2,921.5		2,796	0		8,600.4	_	8,288.7	•
Occupancy and other costs	322.7	8.0 %	325	6 8.4 %		963.2	8.2 %	953.9	8.4 %
Repositioning costs <sup>(a)</sup>	38.6	1.0 %	-	%		127.4	1.1 %	57.8	0.5 %
Cost of services	3,282.8		3,121	6		9,691.0		9,300.4	•
Selling, general and administrative expenses <sup>(a)</sup>	163.5	4.0 %	99	5 2.6 %		451.8	3.8 %	295.8	2.6 %
Depreciation and amortization	60.7	1.5 %	61	4 1.6 %	_	178.4	1.6 % _	181.4	1.6 %
Total operating expenses	3,507.0	86.9 %	3,282	5 84.5 %		10,321.2	87.9 %	9,777.6	86.0 %
Operating Income <sup>(a)</sup>	\$ 530.1		\$ 600	1	\$	1,421.9	9	1,589.3	

## Cash Flow Performance

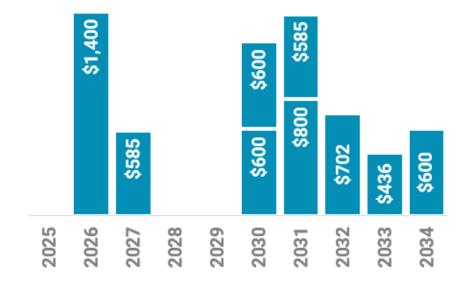
	Nine	Months Er	nded S	ed September		
		2025		2024		
Free Cash Flow <sup>(4)</sup>	\$	1,323.6	\$	1,402.1		
Primary Uses of Cash:						
Dividends paid to Common Shareholders		413.9		416.0		
Dividends paid to Noncontrolling Interest Shareholders		57.1		64.0		
Capital Expenditures		110.7		93.6		
Acquisition payments, including payment of contingent purchase price obligations, and acquisition of additional noncontrolling interests		87.7		953.4		
Stock Repurchases		312.1		362.4		
Proceeds from Stock Plans		(18.0)		(3.9)		
Primary Uses of Cash <sup>(4)</sup>		963.5		1,885.5		
Net Free Cash Flow <sup>(4)</sup>	\$	360.1	\$	(483.4)		

## Credit & Liquidity

September 30,						
	2025		2024			
\$	2,345.9	\$	2,471.1			
	<b>2.7</b> x		2.8 x			
	<b>1.2</b> x		1.4 x			
\$	24.1	\$	16.9			
	4,000.0		4,150.0			
	1,872.9		1,712.6			
	435.8		410.8			
	(33.5)		656.7			
\$	6,299.3	\$	6,947.0			
	3,406.5		3,533.9			
	_		_			
\$	2,892.8	\$	3,413.1			
	\$ \$	\$ 2,345.9 2.7 x 1.2 x \$ 24.1 4,000.0 1,872.9 435.8 (33.5) \$ 6,299.3 3,406.5	\$ 2,345.9 \$ 2.7 × 1.2 × \$ 4,000.0 1,872.9 435.8 (33.5) \$ 6,299.3 \$ 3,406.5 —			

**Twelve Months Ended** 

#### **OMC Maturity Schedule**



- \$1,400 of 3.60% Sr. Notes due Apr 2026
- \$585 of 0.80% Sr. Notes due Jul 2027 (Euro)
- \$600 of 2.45% Sr. Notes due Apr 2030
- \$600 of 4.20% Sr. Notes due Jun 2030
- \$585 of 1.40% Sr. Notes due Jul 2031 (Euro)
- \$800 of 2.60% Sr. Notes due Aug 2031
- \$702 of 3.70% Sr. Notes due Mar 2032 (Euro)
- \$436 of 2.25% Sr. Notes due Nov 2033 (Sterling)
- \$600 of 5.30% Sr. Notes due Nov 2034

## Historical Returns

Return on Invested Capital (ROIC)(7)		Return on Equity <sup>(8)</sup>	
Twelve months ended September 30, 2025	17.4 %	Twelve months ended September 30, 2025	31.2 %
Twelve months ended September 30, 2024	20.2 %	Twelve months ended September 30, 2024	40.6 %

## Notes

#### **Financial Notes**

- For the three months ended September 30, 2025, operating expenses included \$38.6 million (\$28.4 million after-tax) of repositioning costs, primarily related to severance actions as we prepare to integrate the pending acquisition of IPG. For the nine months ended September 30, 2025, operating expenses include \$127.4 million (\$95.7 million after-tax) of repositioning costs, related to severance actions as we prepare to integrate the pending acquisition of IPG, as well as efficiency initiatives in the second quarter of 2025, primarily within the Omnicom Advertising Group and the Omnicom Production Group. In addition, included in selling, general and administrative expenses for the three and nine months ended September 30, 2025, are acquisition related costs of \$60.8 million (\$50.8 million after-tax) and \$160.6 million (\$145.0 million after-tax), respectively, related to the pending acquisition of IPG. The net impact of these items reduced operating income for the three and nine months ended September 30, 2025, by \$99.4 million (\$79.2 million after-tax) and \$288.0 million (\$240.7 million after-tax), respectively, which reduced diluted net income per share Omnicom Group Inc. by \$0.41 and \$1.23, respectively. There were no acquisition related costs or repositioning costs for the three months ended September 30, 2024. For the nine months ended September 30, 2024, operating expenses included \$57.8 million (\$42.9 million after-tax) of repositioning costs recorded in the second quarter of 2024, primarily related to severance, which reduced diluted net income per share Omnicom Group Inc. by \$0.22. There were no acquisition related costs for the three and nine months ended September 30, 2024.
- (b) Income tax expense for the three and nine months ended September 30, 2025 included impacts of the acquisition related costs and repositioning costs. Income tax expense for the three and nine months ended September 30, 2024 included impacts related to real estate and other repositioning costs.
- (c) Third-party service costs include third-party supplier costs when we act as principal in providing services to our clients.
- (d) Third-party incidental costs primarily consist of client-related travel and incidental out-of-pocket costs, which we bill back to the client directly at our cost and which we are required to include in revenue.
- (e) Constant Dollar ("C\$") expense is calculated by translating the current period's local currency expense using the prior period average exchange rates to derive current period C\$ expense. The foreign exchange rate impact is the difference between the current period expense in U.S. Dollars and the current period C\$ expense.

#### **Definitions**

- (1) Foreign exchange rate impact: calculated by translating the current period's local currency revenue using the prior period average exchange rates to derive current period constant currency revenue. The foreign exchange rate impact is the difference between the current period revenue in U.S. Dollars and the current period constant currency revenue.
- Acquisition revenue, net of disposition revenue: Acquisition revenue is calculated as if the acquisition occurred twelve months prior to the acquisition date by aggregating the comparable prior period revenue of acquisitions through the acquisition date. As a result, acquisition revenue excludes the positive or negative difference between our current period revenue subsequent to the acquisition date, and the comparable prior period revenue and the positive or negative growth after the acquisition date is attributed to organic growth. Disposition revenue is calculated as if the disposition occurred twelve months prior to the disposition date by aggregating the comparable prior period revenue of disposals through such date. The acquisition revenue and disposition revenue amounts are netted in the presentation on page 3.
- (3) Organic growth: calculated by subtracting the foreign exchange rate impact, and the acquisition revenue, net of disposition revenue components from total revenue growth.
- (4) See page 19 for the reconciliation of Non-GAAP financial measures, which reconciles Free Cash Flow to the Net Cash Provided by (Used in) Operating Activities and Net Free Cash Flow to the Net Increase (Decrease) in Cash and Cash Equivalents for the periods presented on page 10. The Free Cash Flow, Primary Uses of Cash and Net Free Cash Flow amounts presented on page 15 are Non-GAAP liquidity measures. See page 23 for the definition of Net Free Cash Flow.
- (5) EBITA, EBITDA, and Non-GAAP Adjusted Net Income per share Diluted are Non-GAAP performance measures. See page 23 for the definition of these measures and pages 20 and 22 for the reconciliation of Non-GAAP financial measures.
- (6) Net Debt is a Non-GAAP liquidity measure. See page 23 for the definition of this measure, which is reconciled in the table on page 11.
- (7) Return on Invested Capital is After Tax Reported Operating Income (a Non-GAAP performance measure see page 19 for the reconciliation of Non-GAAP financial measures) divided by the average of Invested Capital at the beginning and the end of the period (book value of all long-term liabilities, including those related to operating leases, short-term interest bearing debt, the short-term liability related to operating leases plus shareholders' equity less cash, cash equivalents, short-term investments, and operating lease right of use assets).
- (8) Return on Equity is Reported Net Income for the given period divided by the average of shareholders' equity at the beginning and end of the period.
- (9) The Free Cash Flow amounts presented on page 15 are Non-GAAP liquidity measures. See page 23 for the definition of this measure and page 19 for the reconciliation of the Non-GAAP financial measures, which reconciles Free Cash Flow to the Net Cash Provided by (Used in) Operating Activities for the periods presented on page 15.



# Appendix

## Free Cash Flow

Nine Months Ended September 30,								
	2025		2024					
\$	941.6	\$	1,095.1					
	178.4		181.4					
	73.1		69.1					
	127.4		57.8					
	3.1		(1.3)					
\$	1,323.6	\$	1,402.1					
	\$	2025 \$ 941.6 178.4 73.1 127.4 3.1	2025 \$ 941.6 \$ 178.4 73.1 127.4 3.1					

# Operating Expense Detail - Constant \$

		Third Quar	ter	Υ	Year to Date					
	2025	2025 C\$ <sup>(e)</sup>	2024	2025	2025 C\$ <sup>(e)</sup>	2024				
Operating expenses:										
Salary and related costs	\$ 1,778.5	\$ 1,748.7	\$ 1,846.9	\$ 5,386.8	\$ 5,362.6	\$ 5,531.1				
Third-party service costs(c)	955.6	944.2	784.5	2,670.8	2,663.5	2,293.8				
Third-party incidental costs <sup>(d)</sup>	187.4	185.3	164.6	542.8	541.0	463.8				
Total salary and service costs	2,921.5	2,878.2	2,796.0	8,600.4	8,567.1	8,288.7				
Occupancy and other costs	322.7	317.7	325.6	963.2	960.7	953.9				
Repositioning costs <sup>(a)</sup>	38.6	38.6		127.4	127.4	57.8				
Cost of services	3,282.8	3,234.5	3,121.6	9,691.0	9,655.2	9,300.4				
Selling, general and administrative expenses <sup>(a)</sup>	163.5	162.4	99.5	451.8	451.1	295.8				
Depreciation and amortization	60.7	60.0	61.4	178.4	178.1	181.4				
Total operating expenses <sup>(a)</sup>	\$ 3,507.0	\$ 3,456.9	\$ 3,282.5	\$10,321.2	\$ 10,284.4	\$ 9,777.6				

## Income Statement Summary - Reported and Non-GAAP Adjusted (YTD)

#### **Year to Date**

	Reported 2025	Reported 2024	Ion-GAAP Adj. 2025	ı	Non-GAAP Adj. 2024
Revenue	\$ 11,743.1	\$ 11,366.9	\$ 11,743.1	\$	11,366.9
Operating Expenses <sup>(a)</sup>	10,321.2	9,777.6	10,033.2		9,719.8
Operating Income <sup>(a)</sup>	1,421.9	1,589.3	1,709.9		1,647.1
Operating Income Margin %	12.1 %	14.0 %	14.6 %		14.5 %
Net Interest Expense	113.3	108.9	113.3		108.9
Income Tax Expense <sup>(b)</sup>	373.5	389.9	420.8		404.8
Income Tax Rate	28.5 %	26.3 %	26.4 %		26.3 %
Income from Equity Method Investments	6.5	4.6	6.5		4.6
Net Income Attributed to Noncontrolling Interests	55.0	62.5	55.0		62.5
Amortization of acquired intangible assets and internally developed strategic platform assets (after- tax)	_	_	46.7		48.2
Net Income - Omnicom Group Inc.(a)(b)	\$ 886.6	\$ 1,032.6	\$ 1,174.0	\$	1,123.7
Net Income per Share - Diluted <sup>(a)(b)(5)</sup>	\$ 4.51	\$ 5.19	\$ 5.98	\$	5.65
Non-GAAP Measures:					
EBITA <sup>(5)</sup>	\$ 1,485.0	\$ 1,654.5	\$ 1,773.0	\$	1,712.3
EBITA Margin %	12.6 %	14.6 %	15.1 %		15.1 %

In millions except per share amounts. See Definition (5), Notes on page 13, and Non-GAAP reconciliations on pages 19 - 22.

Operating expenses for the nine months ended September 30, 2025, increased compared to the prior year period, primarily due to repositioning costs largely related to severance actions within Omnicom Advertising Group and acquisition related costs tied to the pending acquisition of with IPG included within SG&A.

Amortization of acquired intangible assets and internally developed strategic platform assets is already reflected in the "as reported" column of the income statement and included within reported EBITA. It is presented in the net income row to show its impact on Adjusted Net Income – Omnicom Group Inc. and Adjusted Net Income per Share – Diluted.



## Income Statement Summary - Reported and Non-GAAP Adjusted (YTD)

Year to	Date
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	Reported 2025	Repositioning Costs	Acquisition Related Costs	Amortization	Non-GAAP Adj. 2025	Reported 2024	Repositionino Costs	Amortization	Non-GAAP Adj. 2024
Revenue	\$ 11,743.1				\$ 11,743.1	\$ 11,366.9			\$ 11,366.9
Operating Expenses:									
Repositioning costs <sup>(a)</sup>	127.4	(127.4)	_		_	57.8	(57.8)		
Selling, general and administrative <sup>(a)</sup>	451.8	_	(160.6)		291.2	295.8	_		295.8
Operating Expenses <sup>(a)</sup>	10,321.2	(127.4)	(160.6)		10,033.2	9,777.6	(57.8)		9,719.8
Operating Income <sup>(a)</sup>	1,421.9	127.4	160.6		1,709.9	1,589.3	57.8		1,647.1
Operating Income Margin %	12.1 9	%			14.6 %	14.0 %	, )		14.5 %
Net Interest Expense	113.3				113.3	108.9			108.9
Income Tax Expense <sup>(b)</sup>	373.5	31.7	15.6		420.8	389.9	14.9		404.8
Income Tax Rate	28.5 °	<b>%</b>			26.4 %	26.3 %	)		26.3 %
Income from Equity Method Investments	6.5				6.5	4.6			4.6
Net Income Attributed to Noncontrolling Interests	55.0				55.0	62.5			62.5
Amortization of acquired intangible assets and internally developed strategic platform assets (after- tax)	_			46.7	46.7	_		48.2	48.2
Net Income - Omnicom Group Inc.(a)(b)	\$ 886.6	\$95.7	\$145.0	\$46.7	\$ 1,174.0	\$ 1,032.6	\$42.9	\$48.2	\$ 1,123.7
Net Income per Share - Diluted <sup>(a)(b)(5)</sup>	\$ 4.51				\$ 5.98	\$ 5.19			\$ 5.65
Non-GAAP Measures:									
EBITA <sup>(5)</sup>	\$ 1,485.0	\$127.4	\$160.6	<b>\$</b> —	\$ 1,773.0	\$ 1,654.5	\$57.8	\$—	\$ 1,712.3
EBITA Margin %	12.6 9	%			15.1 %	14.6 %	, )		15.1 %

In millions except per share amounts. See Definition (5), Notes on page 13, and Non-GAAP reconciliations on pages 19 - 22.

Operating expenses for the nine months ended September 30, 2025, increased compared to the prior year period, primarily due to repositioning costs largely related to severance actions within Omnicom Advertising Group and acquisition related costs tied to the pending acquisition of with IPG included within SG&A.

Note: (1) Amortization of acquired intangible assets and internally developed strategic platform assets is already reflected in the "as reported" column of the income statement and included within reported EBITA. It is presented in the net income row to show its impact on Adjusted Net Income – Omnicom Group Inc. and Adjusted Net Income per Share – Diluted.



	2025	2024
Net Cash Provided by (Used in) Operating Activities	\$ (99.2)	\$ (191.5)
Operating Activities items excluded from Free Cash Flow:  Changes in Operating Capital	(1,422.8)	(1,593.6)
Free Cash Flow	\$ 1,323.6	\$ 1,402.1
Net Increase (Decrease) in Cash and Cash Equivalents	\$ (932.9)	\$ (898.1)
Cash Flow items excluded from Net Free Cash Flow:	(4, 400, 0)	(4.502.6)
Changes in Operating Capital  Proceeds from borrowings	(1,422.8) —	(1,593.6) 1,236.0
Other investing, net	50.7	1.2
Changes in Short-term Debt, net	0.5	7.0
Other financing, net	(56.0)	(58.6)
Effect of foreign exchange rate changes on cash and cash equivalents	134.6	(6.7)
Net Free Cash Flow	\$ 360.1	\$ (483.4)

Reported Operating Income
Effective Tax Rate for the applicable period
Income Taxes on Reported Operating Income
After Tax Reported Operating Income

 	 ,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
2025	 2024
\$ 2,107.2	\$ 2,236.0
27.8 %	26.4 %
585.8	590.3
\$ 1,521.4	\$ 1,645.7

Twelve Months Ended September 30.

Nine Months Ended September 30,

	T	Three Months Ended September 30,			Nir	Nine Months Ended September 30,				ve Months En	ded Se	eptember 30,
		2025		2024		2025		2024		2025		2024
Net Income - Omnicom Group Inc.(a)(b)	\$	341.3	\$	385.9	\$	886.6	\$	1,032.6	\$	1,334.6	\$	1,458.3
Net Income Attributed to Noncontrolling Interests		19.1		24.0		55.0		62.5		85.9		94.6
Income From Equity Method Investments		5.8		0.4		6.5		4.6		8.8		6.6
Income Tax Expense		132.3		150.2		373.5		389.9		544.1		554.0
Income Before Income Taxes and Income From Equity Method Investments		486.9		559.7		1,308.6		1,480.4		1,955.8		2,100.3
Net Interest Expense		43.2		40.4		113.3		108.9		151.4		135.7
Operating Income <sup>(a)(b)</sup>		530.1	-	600.1		1,421.9		1,589.3		2,107.2		2,236.0
Amortization of acquired intangible assets and internally developed strategic platform assets <sup>(5)</sup>		21.5		22.2		63.1		65.2		85.4		81.8
EBITA		551.6		622.3		1,485.0		1,654.5		2,192.6		2,317.8
Amortization of other purchased and internally developed software		3.9		4.3		11.9		13.4		16.6		18.1
Depreciation		35.3		34.9		103.4		102.8		136.7		135.2
EBITDA	\$	590.8	\$	661.5	\$	1,600.3	\$	1,770.7	\$	2,345.9	\$	2,471.1
EBITA	\$	551.6	\$	622.3	\$	1,485.0	\$	1,654.5				
Repositioning costs <sup>(a)</sup>		38.6		_		127.4		57.8				
Acquisition related costs <sup>(a)</sup>		60.8				160.6						
EBITA - Adjusted	\$	651.0	\$	622.3	\$	1,773.0	\$	1,712.3				
Revenue	\$	4,037.1	\$	3,882.6	\$	11,743.1	\$	11,366.9				
EBITA	\$	551.6	\$	622.3	\$	1,485.0	\$	1,654.5				
EBITA Margin %		13.7 %		16.0 %		12.6 %		14.6 %				
EBITA - Adjusted <sup>(a)</sup>	\$	651.0	\$	622.3	\$	1,773.0	\$	1,712.3				
EBITA Margin % - Adjusted <sup>(a)</sup>		16.1 %		16.0 %		15.1 %		15.1 %				

In millions. See Definition (5) and Notes on page 13.

The above table reconciles to the Non-GAAP financial measures of EBITDA, EBITA, and EBITA - Adjusted to the GAAP financial measures of Net Income - Omnicom Group Inc. for the periods presented. See page 23 for definition of Non-GAAP financial measures.



	Three	<b>Months End</b>	ded Sept	ember 30,	Nine	Months End	led Sept	tember 30,
	2	2025		2024		2025		2024
Net Income - Omnicom Group Inc Reported	\$	341.3	\$	385.9	\$	886.6	\$	1,032.6
Net Income Attributed To Noncontrolling Interests		19.1		24.0		55.0		62.5
Net Income		360.4		409.9		941.6		1,095.1
Income From Equity Method Investments		5.8		0.4		6.5		4.6
Income Tax Expense <sup>(b)</sup>		132.3		150.2		373.5		389.9
Income Before Income Taxes and Income From Equity Method Investments		486.9		559.7		1,308.6		1,480.4
Net Interest Expense		43.2		40.4		113.3		108.9
Operating Income - Reported		530.1		600.1		1,421.9		1,589.3
Repositioning costs <sup>(a)</sup>		38.6		_		127.4		57.8
Acquisition related costs <sup>(a)</sup>		60.8		<u> </u>		160.6		<u> </u>
Non-GAAP Operating Income - Adjusted	\$	629.5	\$	600.1	\$	1,709.9	\$	1,647.1

In millions. See Notes on page 13.

The above table reconciles the adjusted Non-GAAP financial measure of Non-GAAP Operating Income - Adjusted to the GAAP financial measure of Operating Income for the periods presented. Management believes excluding the acquisition related costs and repositioning costs is useful for investors to evaluate the comparability of the performance of our business between reporting periods.

#### **Omnicom**

		Third (	Quar	ter	Year t	r to Date				
		2025		2024	2025		2024			
Net Income - Omnicom Group Inc Reported	\$	341.3	\$	385.9	\$ 886.6	\$	1,032.6			
Impact on Net Income related to:										
Repositioning costs <sup>(a)</sup>		28.4		_	95.7		42.9			
Acquisition related costs <sup>(a)</sup>		50.8			145.0		_			
Amortization of acquired intangible assets and internally developed strategic platform assets		15.9		16.4	 46.7		48.2			
Non-GAAP Net Income - Omnicom Group Inc Adjusted <sup>(5)</sup>	\$	436.4	\$	402.3	\$ 1,174.0	\$	1,123.7			
Diluted Shares		194.9		198.2	196.4		198.9			
Reported Net Income per Share - Diluted	\$	1.75	\$	1.95	\$ 4.51	\$	5.19			
Repositioning costs <sup>(a)</sup>	\$	0.15	\$		\$ 0.49	\$	0.22			
Acquisition related costs <sup>(a)</sup>	\$	0.26	\$		\$ 0.74	\$	_			
Amortization of acquired intangible assets and internally developed strategic platform assets	\$	80.0	\$	0.08	\$ 0.24	\$	0.24			
Non-GAAP Adjusted Net Income per Share - Omnicom Group Inc Diluted (5)	\$	2.24	\$	2.03	\$ 5.98	\$	5.65			

In millions. See Definition (5) and Notes on page 13.

The above table reconciles the adjusted Non-GAAP financial measures of Non-GAAP Net Income-Omnicom Group Inc.-Adjusted and Non-GAAP Adjusted Net Income per Share - Omnicom Group Inc. - Diluted to the GAAP financial measures of Net Income - Omnicom Group Inc. and Net income per share - Omnicom Group Inc. - diluted for the periods presented. Management believes these Non-GAAP measures are useful for investors to evaluate the comparability of the performance of our business between reporting periods.

#### **Omnicom**

## Disclosures

The preceding materials have been prepared for use in the October 21, 2025 conference call on Omnicom's results of operations for the three and nine months ended September 30, 2025. The call will be archived on the internet at http://investor.omnicomgroup.com

#### Forward-Looking Statements

Certain statements in this document contain forward-looking statements, including statements within the meaning of the Private Securities Litigation Reform Act of 1995. In addition, from time to time, the Company or its representatives have made, or may make, forward-looking statements, orally or in writing. These statements may discuss goals, intentions and expectations as to future plans, trends, events, results of operations or financial condition, or otherwise, based on current beliefs of the Company's management as well as assumptions made by, and information currently available to, the Company's management. Forward-looking statements may be accompanied by words such as "aim," "anticipate," "believe," "plan," "could," "should," "would," "estimate," "expect," "forecast," "future," "quidance," "intend," "may," "will," "possible," "potential," "predict," "predict," "project" or similar words, phrases or expressions. These forward-looking statements are subject to various risks and uncertainties, many of which are outside the Company's control. Therefore, you should not place undue reliance on such statements. Factors that could cause actual results to differ materially from those in the forward-looking statements include: risks relating to the pending merger (the "merger") with IPG, including: that the merger may not be completed in a timely manner or at all; delays, unanticipated costs or restrictions resulting from regulatory review of the merger, including the risk that Omnicom or IPG may be unable to obtain governmental and regulatory approvals required for the merger, or that such approvals may result in the imposition of conditions that could adversely affect the combined company or the expected benefits of the merger; uncertainties associated with the merger may cause a loss of both companies' management personnel and other key employees, and cause disruptions to both companies' business relationships; the merger agreement subjects the Company and IPG to restrictions on business activities prior to the effective time of the merger; the Company and IPG are expected to incur significant costs in connection with the merger and integration; litigation risks relating to the merger; the business and operations of both companies may not be integrated successfully in the expected time frame; the merger may result in a loss of both companies' clients, service providers, vendors, joint venture participants and other business counterparties; and the combined company may fail to realize all of the anticipated benefits of the merger or fail to effectively manage its expanded operations; adverse economic conditions and disruptions, including geopolitical events, international hostilities, acts of terrorism, public health crises, inflation or stagflation, tariffs and other trade barriers, central bank interest rate policies in countries that comprise our major markets, labor and supply chain issues affecting the distribution of our clients' products, or a disruption in the credit markets; international, national or local economic conditions that could adversely affect the Company or its clients, losses on media purchases and production costs incurred on behalf of clients; reductions in client spending, a slowdown in client payments or a deterioration or disruption in the credit markets; the ability to attract new clients and retain existing clients in the manner anticipated; changes in client marketing and communications services requirements; failure to manage potential conflicts of interest between or among clients; unanticipated changes related to competitive factors in the marketing and communications services industries; unanticipated changes to, or the ability to hire and retain, key personnel; currency exchange rate fluctuations; reliance on information technology systems and risks related to cybersecurity incidents; effective management of the risks, challenges and efficiencies presented by utilizing Artificial Intelligence (AI) technologies and related partnerships in our business; changes in legislation or governmental regulations affecting the Company or its clients; risks associated with assumptions the Company makes in connection with its acquisitions, critical accounting estimates and legal proceedings; the Company's international operations, which are subject to the risks of currency repatriation restrictions, social or political conditions and an evolving regulatory environment in high-growth markets and developing countries; and risks related to environmental, social and governance goals and initiatives, including impacts from regulators and other stakeholders, and the impact of factors outside of our control on such goals and initiatives. The foregoing list of factors is not exhaustive. You should carefully consider the foregoing factors and the other risks and uncertainties that may affect the Company's business, including those described in Item 1A, "Risk Factors" and Item 7, "Management's Discussion and Analysis of Financial Condition and Results of Operations" in our Annual Report on Form 10-K and in other documents filed from time to time with the Securities and Exchange Commission. Except as required under applicable law, the Company does not assume any obligation to update these forward-looking statements.

#### **Non-GAAP Financial Measures**

We present financial measures determined in accordance with generally accepted accounting principles in the United States ("GAAP") and adjustments to the GAAP presentation ("Non-GAAP"), which we believe are meaningful for understanding our performance. We believe these measures are useful in evaluating the impact of certain items on operating performance and allow for comparability between reporting periods. EBITA is defined as earnings before interest, income taxes, and amortization of acquired intangible assets and internally developed strategic platform assets, and EBITA margin is defined as EBITA divided by revenue. We use EBITA and EBITA margin as additional operating performance measures, which exclude the non-cash anortization expense of acquired intangible assets and internally developed strategic platform assets. We also use Adjusted Operating Income, Adjusted Derating Income Margin, Adjusted EBITA, Adjusted Income Para Expense, Adjusted Net Income per diluted share — Omnicom Group Inc. as additional operating performance measures. Free Cash Flow is defined as net income plus depreciation, amortization, share based compensation expense plus/(less) other items to reconcile to net cash (used in) provided by operating activities. We believe Free Cash Flow is a useful measure of liquidity to evaluate our ability to generate excess cash from our operations. Primary Uses of Cash is defined as dividends to common shareholders, dividends paid to non-controlling interest shareholders, capital expenditures, cash paid on acquisitions, payments for additional interest in controlled subsidiaries and stock repurchases, net of the proceeds from our stock plans, and excludes changes in operating capital and other investing and financing activities, including commercial paper issuances and redemptions used to fund working capital changes. We believe this liquidity measure is useful in identifying the significant uses of our cash. Net Free Cash Flow is one of the metrics used by us to assess our cash management. See The

#### **Other Information**

All dollar amounts are in millions except for per share figures. The information contained in this document has not been audited, although some data has been derived from Omnicom's historical financial statements, including its audited financial statements. In addition, industry, operational, and other non-financial data contained in this document have been derived from sources that we believe to be reliable, but we have not independently verified such information, and we do not, nor does any other person, assume responsibility for the accuracy or completeness of that information. Certain amounts in prior periods have been reclassified to conform to our current presentation. The inclusion of information in this presentation does not mean that such information is material or that disclosure of such information is required.

